

"ENFORCEMENT CONFIDENTIAL -- DO NO RELEASE"

DRAFT

April 27, 2000

MEMORANDUM

DECLASSIFIED
GME Horey per consultation
w/ Bret
Kendrick
10/10/13

Re: Corporate Search
Old Brazos Forge, Inc.
Brenham, Washington County, Texas

To: Site File

From: June Hoey 6SF-AC
Senior Environmental Employee

On February 12, 1952, Thomas A. Adams, Lillian A. Wilder and Donald M. Wilder formed Schuerenberg Equipment Company whose address was shown as 715 S. Market St., Brenham, Texas. (This is not the address of the site property) (Reference 1)

Adoption of Provisions of Texas Business Corporation by Schuerenberg Equipment Company dated April 28, 1959 stating that "...Schuerenberg Equipment Company voluntarily adopt the Texas Business Corporation Act". (Reference 2)

The Articles of Incorporation were amended on February 10, 1970 and the name and address was changed to Old Brazos Forge, Inc., 201 W. Alamo St., Brenham, Texas. (Reference 3)

On April 26, 1971, another amendment was filed changing the name of the Registered Agent for Old Brazos Forge, Inc. from Donald M. Wilder to C. T. Corporation System, Republic National Bank Building, Dallas, Texas 75201. Thomas R. Pellett on behalf of Old Brazos signed the amendment. (Reference 4)

On September 25, 1981, another change of Registered Agent for Old Brazos Forge, Inc. from C. T. Corporation to Prentice Hall, Austin, Texas. Byron A. Roche as Vice-President for Old Brazos Forge signed this change. (Reference 5)

May 11, 2000



180536

By Articles of Merger dated December 19, 1983, Chesley Industries, Inc, a Michigan Corporation, became the parent of Old Brazos Forge, Inc. Byron A. Roche as Vice-President and Burton Halpern as Assistant Secretary for Chesley Industries signed these documents. (Reference 6)

[Online corporate research also shows a Chesley Industries, Inc. in Bridgeton, Mo. whose parent is Hussmann Corporation and lists Burton Halpern as Secretary, Vice-President and General Counsel.

Research also shows that Chesley Industries Inc., a Michigan corporation, is active and in "Good Standing".

Hussmann Corporation (Missouri) incorporated in January 1930, is active and in "Good Standing" and The Whitman Corporation is shown as the parent of this corporation.

Corporate research also indicates the existence of a Hussmann Corporation in Clayton, Mo. incorporated in October 1929 and currently active and in good standing.]

Recycled Products Corporation was incorporated on February 1, 1991 and listed Donald D. Albers, Fort Worth, Texas as Incorporator and Donald D. Albers, James E. Turner, Kathryn Janette Turner Sutton and a William D. Albers as Directors. A Statement of Change of Registered Office or Registered Agent or Both By A Profit Corporation was filed August 26, 1991 and changed the Agent and Agent's address to James E. Turner at 212 Garden West, Box 929, Conroe, Texas. Their right to do business was forfeited on October 15, 1996 and their charter forfeited on February 17, 1997. (Reference 7)

Corporate research also shows a Recycled Products Corporation incorporated on February 21, 1992 with R. A. Deison as the incorporator. In the Articles of Incorporation his address was given as 307 N. San Jacinto, Conroe, Texas 77301. (Reference 8)

On June 17, 1992 an amendment filed for Recycle Products by R. A. Deison, President, changing its name to Century Products Corporation of Texas. The name was subsequently changed back to Recycled Products Corporation of Texas because a "hot check" was given for the filing fee. (References 9, 10 and 11)

On July 15, 1992 another amendment was filed for Recycled Products changing its name to Reconversion Technologies of Texas, Inc. (Reference 12)

On January 21, 1993 the Registered Agent for the corporation was changed from R. A. Deison to Betty Rose Turner. James E. Turner, President, signed for the change. (Reference 13)

On September 27, 1993, the Registered Agent for the corporation was changed from Betty Rose Turner to George Gordon. (Reference 14)

Online research using Informed America shows the parent company of Reconversion Technologies of Texas, Inc. to be Reconversion Technologies, Inc., a Delaware corporation. Corporate documents show that Reconversion Technologies of Texas, Inc. was incorporated February 24, 1992, and George Gordon is shown as the Registered Agent, President, and CEO. R. A. Deison of Conroe, Texas is shown as the Incorporator. Two addresses are shown for Mr. Gordon. One address is given as 307 N. San Jacinto, Conroe, TX 77301 and the other as 610 ONEOK Plaza, 100 West 5th, Tulsa, OK 74103-4289. Reconversion Technologies of Texas, Inc. has been active since February 1992 and is currently not in "Good Standing". (References 15 and 16)

Information in a Screening Site Report dated October 1996 stated that ThermaSave Inc. a prefabricated building manufacturer had acquired a lease for the facility in May 1996 to start operations in summer of 1996. Corporate research found that Robert J. French, 952 Echo Lane, No. 422, and Houston, TX 77024, is the Registered Agent for ThermaSave Building Systems, LLC. The charter for this corporation was forfeited for failure to pay franchise taxes effective August 20, 1999. Records at the County Courthouse did not reveal a filed lease. (References 17 and 18)

The writer drove by the site on April 24, 2000 and saw a ThermaSave sign on the main building.

Corporate research is ongoing. Corporate records have been received on Hussmann Corporation, Recycle Products Corporation and Reconversion Technologies of Texas, Inc. Corporate documents on Chesley Industries, Inc. have not arrived as of this date.

APPROVED AND FILED IN THE OFFICE OF
THE SECRETARY OF STATE

THIS 29 DAY OF Feb 1952

Robert L. Smith
CHIEF CHARTER DIVISION

THE STATE OF TEXAS
COUNTY OF WASHINGTON

KNOW ALL MEN BY THESE PRESENTS: That we, Thomas A. Adams, Jr., Lillian A. Wilder and Donald M. Wilder, all citizens of Texas, under and by virtue of the laws of this State do hereby voluntarily associate ourselves for the purpose of forming a private corporation under such laws upon the following terms and conditions:

1. The name of the corporation shall be SCHUERENBERG EQUIPMENT COMPANY.
2. The purpose for which it is formed is to design, purchase and sell steel and iron and other metal products and the manufacture of any or all of such products, as authorized by subdivision 45 of article 1302 of the Texas Revised Civil Statutes of 1925.
3. The places where the business of the corporation is to be transacted are Brenham in Washington County, Texas, and elsewhere within or without the State of Texas in accordance with the laws of said State, and its principal place of business is to be in Brenham in said Washington County, Texas.
4. The term for which it is to exist is fifty years.
5. The number of directors shall be as fixed by the by-laws of the corporation and until changed by the by-laws shall be three, and the names and residences of those who are appointees for the first year are as follows:

Thomas A. Adams, Jr., 715 South Market Street, Brenham, Texas
Lillian A. Wilder, 715 South Market Street, Brenham, Texas
Donald M. Wilder, 715 South Market Street, Brenham, Texas
6. The amount of capital stock is \$ 60,000.00, divided into 600 shares, each of the par value of \$ 100.00, all of which capital stock has been in good faith subscribed and all of which has been paid in, as is further shown by affidavit attached hereto.

In testimony whereof we hereunto sign our names this 12th day of February, A.D. 1952.

Thomas A. Adams Jr.

Lillian A. Wilder

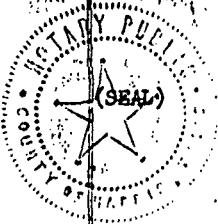
Donald M. Wilder

THE STATE OF TEXAS

COUNTY OF HARRIS

Before me, the undersigned authority, on this day personally appeared Thomas A. Adams, Jr., known to me to be the person whose name is subscribed to the foregoing instrument, and also known to me to be a citizen of said State, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

In testimony whereof, I hereunto subscribed my name and affix the seal of my office, this the 18th day of February, A.D. 1952.



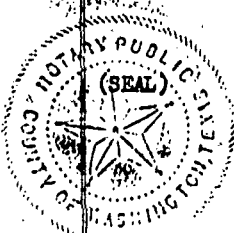
Valerie Mooney
Notary Public in and for
Harris County, Texas
(Valerie Mooney)

THE STATE OF TEXAS

COUNTY OF WASHINGTON

Before me, the undersigned authority, on this day personally appeared Lillian A. Wilder and Donald M. Wilder, known to me to be the persons whose names are subscribed to the foregoing instrument, and also known to me to be citizens of said State, and each acknowledged to me that he executed the same for the purposes and consideration therein expressed.

In testimony whereof, I hereunto subscribed my name and affix the seal of my office, this the 21st day of February, A.D. 1952.



Marie Wigand
Notary Public in and for
Washington County, Texas
(Marie Wigand)

THE STATE OF TEXAS
COUNTY OF WASHINGTON

Before me, the undersigned authority, on this day personally appeared Thomas A. Adams, Jr., Lillian A. Wilder and Donald M. Wilder, known to me to be the persons whose names are subscribed below, who, having first been duly sworn by me, on oath deposed and said, each for himself:

That they are the identical parties who executed the charter of Schuerenberg Equipment Company, which is sought to be incorporated under the laws of the State of Texas; that the full amount of the capital stock with par value, to be issued by said company, namely, \$ 60,000.00, has been in good faith subscribed and all of it has been paid for as follows, to-wit:

\$ 1,900.00 in cash

\$58,100.00 in property of the following description:

Lot in Brenham, Washington County, Texas, now occupied by Schuerenberg Equipment Company - - - - -	\$ 17,500.00
Building on above lot - - - - -	\$ 27,500.00
Equipment of Schuerenberg Equipment Company - - - - -	\$ 10,500.00
Inventory consisting of goods, wares and merchandise of Schuerenberg Equipment Company - - - - -	\$ 2,000.00
Accounts receivable of Schuerenberg Equipment Company	\$ 600.00
	<u>\$ 58,100.00</u>

All of said property was received from the three said subscribers, which property is of the cash value of \$ 58,100.00, was received at the price of \$ 58,100.00, and is worth to said company the actual value at which it was received.

That the following are the names, residences, and post office addresses of the parties subscribing to the said capital stock:

Thomas A. Adams, Jr., 715 South Market Street, Brenham, Texas
Lillian A. Wilder, 715 South Market Street, Brenham, Texas
Donald M. Wilder, 715 South Market Street, Brenham, Texas

That the amount subscribed by each and the amount paid by each (such payment being in cash, save as hereinbefore stated) are as follows:

<u>Names</u>	<u>Amount Subscribed</u>	<u>Amount Paid</u>
Thomas A. Adams, Jr.	\$ 27,000.00	\$ 27,000.00
Lillian A. Wilder	\$ 27,000.00	\$ 27,000.00
Donald M. Wilder	\$ 6,000.00	\$ 6,000.00

That the property above described in detail is free of debt and incumbrance.

Thomas A. Adams, Jr.

Lillian A. Wilder

Donald M. Wilder

Subscribed and sworn to before me, by the said ~~Thomas A. Adams, Jr.~~,
Lillian A. Wilder, and Donald M. Wilder, respectively, this 2nd day of
February, A.D. 1952, to certify which witness my hand and seal of office.

(SEAL)

Marie Wigand
Notary Public in and for
Washington County, Texas

(Marie Wigand)

Subscribed and sworn to before me by the said Thomas A. Adams, Jr., this
18th day of February, A.D. 1952, to certify which witness my hand and seal of
office.

(SEAL)

Valerie Mooney
Notary Public in and for
Washington County, Texas
Mooney

THE STATE OF TEXAS
COUNTY OF WASHINGTON

Before me, the undersigned authority, on this day personally appeared
A. J. Williams and Walter Bleyl, each of whom having been by me duly sworn, and
on his oath deposes and says:

I am in the real estate business in Brenham, Washington County, Texas, and
am thoroughly familiar with real estate values in this community. I have made
a personal inspection of the lot and building where the Schuereberg Equipment
Company is located. This lot is a part of Original Town Lot 86 and extends all
the way through the block from Alamo Avenue to Commerce Street. It is located
in the business district of Brenham, and in my opinion the reasonable present
day market value of the lot is at least \$17,500.00. The building is for the
most part a brick building and is two stories high on Alamo Avenue. The
reasonable market value of the building, apart from the lot, is \$ 27,500.00.

I have also inspected in detail the equipment and inventory of the
Schuereberg Equipment Company, and in my opinion a fair valuation of the
equipment is \$ 10,500.00 and of the inventory is \$ 2,000.00.

Walter Bleyl

A. J. Williams

Sworn to and subscribed before me this 21st day of February, A.D. 1952
by the said A. J. Williams and Walter Bleyl.

Maria Nigand
Notary Public in and for
Washington County, Texas

(SEAL)

DEED: THOMAS A. ADAMS, JR. ET AL TO SCHUERENBERG EQUIPMENT COMPANY

THE STATE OF TEXAS

COUNTY OF WASHINGTON

KNOW ALL MEN BY THESE PRESENTS: That we, Thomas A. Adams, Jr., a single man, and Donald M. Wilder and Lillian A. Wilder, husband and wife, of Washington County, Texas, for and in consideration of the sum of Ten and No/100 (\$10.00) Dollars cash and other valuable considerations to us in hand paid by Schuerenberg Equipment Company, the receipt of which is hereby acknowledged and confessed, and without the retention of any lien express or implied, have GRANTED, SOLD AND CONVEYED, and by these presents do GRANT, SELL AND CONVEY, unto the said Schuerenberg Equipment Company, a private corporation, duly incorporated under the laws of the State of Texas, the principal office whereof being at Brenham, Washington County, Texas, the following described property, to-wit:

All that certain lot or parcel of land, lying and being situated in Brenham, Washington County, Texas, and a part of Original Town Lot No. 86, and having metes and bounds as follows, to-wit:

BEGINNING at the NW corner of the Schuerenberg red brick building (hardware store) sold to R. D. Barnes, in the south line of the Alamo Avenue sidewalk, which point is S 77 W 80 ft. from the NE corner of said brick building - also the Stone-Giddings Bldg. for NE corner of this lot; THENCE southerly (S 13 E) with the west line of the red brick Barnes building, a distance of 131 feet 3/4 inches, to the SW corner of the Barnes red brick bldg. in the north line of the Commerce (formerly Quitman) street sidewalk, for SE corner of this lot; THENCE westerly (S 77 W) with the north line of the Commerce Street sidewalk, and the south line of the Schuerenberg property, a distance of 102 feet 6-1/2 inches, to a point, which is in the middle of the partition wall which divides the building on this lot from the former Schuerenberg automobile bldg., on the lot conveyed to the First National Bank, Brenham, which point is 56 feet 7 inches N 77 E from the SW corner of the Schuerenberg property and the Hermann building's SE corner, for SW corner of this lot; THENCE northerly (N 13 W) down the middle of the said partition wall mentioned, and with the east line of the First National Bank lot, a distance of 131 feet 7-1/2 inches, to the NE corner of the Bank lot, at a point in the middle of the partition wall, on the south line of Alamo Avenue sidewalk, which is 182 feet 6-1/2 inches from the NE corner of the Schuerenberg hardware building sold to Barnes, for SW corner of this lot; THENCE easterly (N 77 E) with the south line of the Alamo Avenue sidewalk and north line of the Schuerenberg property, a distance of 102 feet 6-1/2 inches to the beginning corner, and with all the improvements thereon situated, and comprising a lot with buildings, 102 feet 6-1/2 inches wide, and about 131 feet deep, exclusive of the sidewalks, running from Alamo Avenue to Commerce Street.

Being the same lot described in deed from The First National Bank of Brenham et al to Mrs. Louise Schuerenberg and Mrs. Lillian Adams, dated February 10, 1940, recorded in Volume 125, page 288, Deed Records of Washington County, Texas.

This conveyance is subject to the easement conveyed and granted to R. D. Barnes by The First National Bank of Brenham, Texas et al included in the deed dated February 10, 1940, recorded in Volume 125, page 296, Deed Records of Washington County, Texas, covering the east 21 feet 2 inches strip adjoining the red brick building conveyed to the said R. D. Barnes, out of this property, as described in said deed, and reference is made to said deed for the terms and conditions of such easement, and the grantee herein shall take this property subject to and under the burdens of such easement, with all rights, benefits and privileges thereunder, and with reversion of title to the property covered by said easement upon the termination thereof.

This conveyance is subject to and includes all of the terms of that certain party wall agreement as set forth in the said deed from The First National Bank of Brenham et al to Mrs. Louise Schuerenberg and Mrs. Lillian Adams, dated February 10, 1940, recorded in Volume 125, page 288, Deed Records of Washington County, Texas.

Also the following described personal property, to-wit:

All of the equipment of the Schuerenberg Equipment Company located on the above described premises, all of the inventory of the Schuerenberg Equipment Company located on the above described premises, all of the accounts receivable of the Schuerenberg Equipment Company, and all other personal property and other assets located on said premises.

TO HAVE AND TO HOLD the above described premises and property, together with all and singular the rights and appurtenances thereto in anywise belonging, unto the said Schuerenberg Equipment Company, its successors or assigns, forever; and we do hereby bind ourselves, our heirs, executors and administrators, to WARRANT AND FOREVER DEFEND, all and singular the said premises unto the said Schuerenberg Equipment Company, its successors and assigns, against every person whomsoever, lawfully claiming, or to claim the same, or any part thereof.

Witness our hands at Brenham, Texas this 12th day of February, A.D. 1952.

Thomas A. Adams Jr

Lillian A. Zieher

Donald B. Litch

THE STATE OF TEXAS

COUNTY OF HARRIS

Before me, the undersigned authority, on this day personally appeared Thomas A. Adams, Jr., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 18th day of February,
A. D. 1952.

(SEAL)

Valerie Moore
Notary Public in and for
Washington County, Texas
Valerie

THE STATE OF TEXAS

COUNTY OF WASHINGTON

Before me, the undersigned authority, on this day personally appeared Donald M. Wilder and Lillian A. Wilder, his wife, both known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they each executed the same for the purposes and consideration therein expressed, and the said Lillian A. Wilder, wife of the said Donald M. Wilder, having been examined by me privily and apart from her husband, and having the same fully explained to her, she, the said Lillian A. Wilder, acknowledged such instrument to be her act and deed, and declared that she had willingly signed the same for the purposes and consideration therein expressed, and that she did not wish to retract it.

Given under my hand and seal of office this 21st day of February,
A. D. 1952.

(SEAL)

Marie Wigand
Notary Public in and for
Washington County, Texas
(Marie Wigand)

Filed in the Office of the
Secretary of State of Texas
1959
14
Senior Corp. Examiner, Charter Div.

ADOPTION OF PROVISIONS OF THE
TEXAS BUSINESS CORPORATION ACT BY
SCHUERENEERG EQUIPMENT COMPANY

Pursuant to the provisions of Article 9.14C of the Texas Business Corporation Act, the undersigned corporation submits the following for the purpose of adopting the provisions of the Texas Business Corporation Act:

1. The name of the corporation is SCHUERENEERG EQUIPMENT COMPANY.
2. It is incorporated under the laws of Texas.
3. The resolution adopted by the corporation on April 28, 1959 is as follows:
"BE IT RESOLVED THAT Schuerenberg Equipment Company voluntarily adopt the Texas Business Corporation Act".
4. The post office address of its initial registered office is 201 West Alamo Street, Brenham, Texas, the name of its initial registered agent at such address is Donald M. Wilder.

Dated April 28, 1959.

SCHUERENEERG EQUIPMENT COMPANY

By

DONALD M. WILDER
Its President

and

LILLIAN A. WILDER
Its Secretary

STATE OF TEXAS }
COUNTY OF WASHINGTON }

I, George R. Moorman, a Notary Public, do hereby certify that on this 28th day of April, 1959, personally appeared before me Donald M. Wilder, who being by me first duly sworn, declared that he is the President of Schuerenberg Equipment Company, that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

GEORGE R. MOORMAN
Notary Public in and for
Washington County, Texas

ARTICLES OF AMENDMENT BY THE SHAREHOLDERS TO THE ARTICLES OF
INCORPORATION OF SCHURENBERG EQUIPMENT COMPANY

Filed in the Office of the
Secretary of State of Texas
February 10, 1970
Deputy Director, Corporation Division

Pursuant to the provisions of Article 3.05 of the
Texas Business Corporation Act, the undersigned corporation adopts
the following Articles of Amendment to its Articles of Incorporation
which change the name of the corporation:

ARTICLE ONE: The original name of the corporation is Schurenberg
Equipment Company.

ARTICLE TWO: The following amendment to the Articles of Incorporation
was adopted by the Shareholders of the corporation on February 7,
1970: ARTICLE ONE of the Articles of Incorporation is hereby
amended so as to read as follows:

ARTICLE ONE:

The name of the corporation is OLD BRAZOS FORGE, INC.

ARTICLE THREE:

The number of shares of the corporation outstanding
at the time of the adoption was 114, and the number of shares
entitled to vote thereon was 114.

ARTICLE FOUR:

The number of shares that voted against such amendment
was 0. The number of shares that voted for such amendment was 114.

DATED February 10, 1970.

(Corporate Seal)

SCHURENBERG EQUIPMENT COMPANY

BY: Donald M. Wilder
DONALD M. WILDER,
Vice-President

ATTEST:

Arvle S. Elliott
ARVLE S. ELLIOTT, Secretary
THE STATE OF TEXAS)

COUNTY OF WASHINGTON)

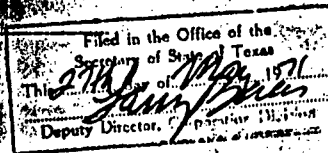
I, GEORGE R. MOORMAN, a Notary Public, do hereby certify
that on this the 10th day of February, 1970, personally appeared
before me DONALD M. WILDER and ARVLE S. ELLIOTT, who declared that
they are the Vice President and Secretary of the corporation executing
the foregoing document, and being by me first duly sworn, acknowl-
edge that they signed the foregoing document in the capacity therein
set forth and declared that the statements therein contained are
true.

IN WITNESS WHEREOF, I have hereunto set my hand and
seal the day and year before written.

George R. Moorman
NOTARY PUBLIC in and for
Washington County, Texas

STATEMENT OF CHANGE OF REGISTERED
OFFICE OR REGISTERED AGENT, OR BOTH,
OF

OLD BRAZOS FORGE, INC.



To the Secretary of State
of the State of Texas:

Pursuant to the provisions of the Texas Business Corporation Act, the undersigned corporation, organized under the laws of the State of Texas, submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Texas:

1. The name of the corporation is Old Brazos Forge, Inc.
2. The post office address of its present registered office is 201 West Alamo Street, Brenham, Texas
3. The post office address to which its registered office is to be changed is Republic National Bank Building, c/o C T Corporation System, Dallas, Texas 75201
4. The name of its present registered agent is Donald M. Wilder
5. The name of its successor registered agent is C T CORPORATION SYSTEM
6. The post office address of its registered office and the post office address of the business office of its registered agent, as changed, will be identical.
7. Such change was authorized by resolution duly adopted by its board of directors.

Dated April 26, 1971

By John R. Pallett
Its Vice President

STATE OF MISSOURI
CITY COUNTY OF ST. LOUIS

I, Alma W. Hurst, a notary public, do hereby certify that on this 7th day of May, 1971, personally appeared before me Thomas R. Pallett who being by me first duly sworn, declared that he is the Vice President of Old Brazos Forge, Inc. that he signed the foregoing document as Vice President of the corporation, and that the statements therein contained are true.

Alma W. Hurst
Notary Public
My Commission expires March 31, 1974.

*(Give street or building address, as well as city or town.)

(TEXAS - 2231 - 2/12/71)

**STATEMENT OF CHANGE OF REGISTERED
OFFICE OR REGISTERED AGENT, OR BOTH,
BY A TEXAS DOMESTIC CORPORATION**

FILED
In the Office of the
Secretary of State of Texas

OCT 14 1981

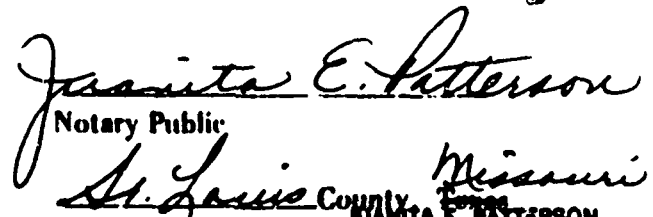
CLERK I D
Corporation Division

1. The name of the corporation is OLD BRAZOS FORGE, INC.
2. The address, including street and number, of its present registered office as shown in the records of the Secretary of State of the State of Texas prior to filing this statement is Republic National Bank Building, Dallas, Texas 75201
3. The address, including street and number, to which its registered office is to be changed is c/o The Prentice-Hall Corporation System, Inc., Littlefield Building,
(Give new address or state "no change") Austin, Texas 78701
4. The name of its present registered agent, as shown in the records of the Secretary of State of the State of Texas, prior to filing this statement is C T CORPORATION SYSTEM
5. The name of its new registered agent is The Prentice-Hall Corporation System, Inc.
(Give new name or state "no change")
6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
7. Such change was authorized by its board of directors.



President or Vice President

Sworn to September 25,
(date) , 1981


Notary Public
St. Louis County, Missouri

JUANITA E. PATTERSON
NOTARY PUBLIC, STATE OF MISSOURI
MY COMMISSION EXPIRES FEB. 3, 1984
ST. CHARLES COUNTY

INSTRUCTIONS:

Submit two (2) copies one with genuine signatures and notary seal. Filing Fee for a business (for Profit) corporation is \$10.00. Filing Fee for a non-profit corporation is \$5.00.

ARTICLES OF MERGER

OF

OLD BRAZOS FORGE, INC.

INTO

CHESLEY INDUSTRIES, INC.

FILED
In the Office of the
Secretary of State of Texas

JAN 03 1984

Clerk IN
Corporations Section

To the Secretary of State
State of Texas

Pursuant to the provisions of Article 5.16 of the Texas Business Corporation Act, the foreign parent corporation herein named adopts the following articles of merger for the purpose of merging its Texas wholly-owned subsidiary corporation into said foreign parent corporation.

1. The name of the parent corporation is Chesley Industries, Inc.; and the jurisdiction under which it is organized is the State of Michigan.

The address of the principal office of the parent corporation in the jurisdiction under the laws of which it is governed is 20775 Chesley Drive, City of Farmington, County of Oakland, State of Michigan.

2. The name of the subsidiary corporation is Old Brazos Forge, Inc.; and the jurisdiction under which it is organized is the State of Texas.

3. The number of outstanding shares of the subsidiary corporation is 114, all of which are of one class, and all of which are owned by the parent corporation.

4. The following is a copy of the resolution to merge the subsidiary corporation into the parent corporation as adopted by the Board of Directors of the parent corporation on December 19, 1983:

"RESOLVED that this Corporation, as the owner of all of the outstanding shares of Old Brazos Forge, Inc., a business corporation of the State of Texas, does hereby merge Old Brazos Forge, Inc. into this Corporation.

"RESOLVED that the Board of Directors and the proper officers of this Corporation are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of the merger of Old Brazos Forge, Inc. into this Corporation."

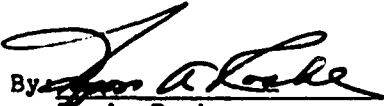
5. The merger herein provided for is permitted by the laws of the jurisdiction of organization of the parent corporation and is in compliance with said laws.


6. The parent corporation hereby agrees that it may be served with process in the State of Texas in any proceeding for the enforcement of any obligation of the subsidiary corporation and in any proceeding for the enforcement of the rights of a dissenting shareholder of the subsidiary corporation against the parent

corporation, and hereby appoints the Secretary of State of the State of Texas as its agent to accept service of process in any such proceeding.

7. The parent corporation hereby agrees that it will promptly pay to the dissenting shareholders of the subsidiary corporation the amount, if any, to which they shall be entitled under the provisions of the Texas Business Corporation Act with respect to the rights of dissenting shareholders.

Executed on December 19, 1983.

By 
B. A. Roche
Vice President


Burton Halpern
Assistant Secretary

STATE OF MISSOURI)
) SS.:
COUNTY OF ST. LOUIS)

I, the undersigned, a Notary Public in and for the State and County aforesaid, do hereby certify that on this 19th day of December, 1983, personally appeared before me Byron A. Roche and Burton Halpern, who, being by me first duly sworn, declared that they are the Vice President and Assistant Secretary, respectively, of Chesley Industries, Inc.; that they signed the foregoing document as said Vice President and Assistant Secretary of the said corporation; and that the statements contained therein are true.

Juanita E. Patterson

Notary Public

JUANITA E. PATTERSON
NOTARY PUBLIC, STATE OF MISSOURI
MY COMMISSION EXPIRES FEB. 3, 1984
ST. CHARLES COUNTY

ARTICLES OF INCORPORATION
OF
RECYCLED PRODUCTS CORPORATION
FEB 11 1991
Corporations Section

The undersigned, a natural person of the age of twenty-one (21) years or more, a citizen of the State of Texas, acting as Incorporator of a Corporation organized under the Texas Business Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I.

NAME

The name of the corporation is RECYCLED PRODUCTS CORPORATION.

ARTICLE II.

DURATION

The period of its duration is perpetual.

ARTICLE III.

PURPOSES

The objects and purposes for which this Corporation is organized are:

To buy, sell, lease, manufacture, broker, and deal in services, personal property, and real property subject to Part Four of the Texas Miscellaneous Corporation Act.

ARTICLE IV.

CAPITALIZATION

A. The aggregate number of shares of all classes of stock which the corporation shall have the authority to issue is Two Million and One Thousand (2,001,000), of which one Thousand (1,000) shall be Class A common shares with no par value per share, One Million (1,000,000) shall be Class B common shares with a par value of One Dollar (\$1.00) per share, and One Million (1,000,000) shall be preferred shares of the par value of Ten Dollars (\$10.00) per share. The Board of Directors may, in its discretion, issue from time to time authorized but unissued shares of any of said classes of stock for such consideration as it may determine, provided that such consideration shall not be less than the par value of such shares to be issued.

B. The Class A common shares and the Class B common shares shall be alike in all respects as to rights, dividends and other matters except the Class A shares shall have voting rights at the rate of one (1) vote per share without limitation acting in all matters which shall be submitted to the shareholders for vote, whereas the Class B common shares shall have no voting rights.

C. 1. The Board of Directors is authorized at its option, from time to time to divide all or any part of the preferred shared into series thereof and to determine and fix variations thereof if any, between any series so established as to any one or more of the following matters: rate of dividend, redemption price and terms and conditions, amounts payable upon shares in event of voluntary or involuntary liquidation, redemption or purchase sinking fund provisions.

2. The holders of all preferred shares, regardless of series at the time outstanding shall be entitled to receive, when and as declared to be payable by the Board of Directors, out of any funds legally available for the payment thereof, dividends at the rate theretofore fixed by the Board of Directors for each series of preferred shares that have theretofore been established, and no more, payable not less often than annually.

3. Dividends on all preferred shares, regardless of series, shall be cumulative. No dividends shall be declared on any shares of any series of preferred shares for any dividend period unless all dividends accumulative for all prior dividend periods shall have first been declared upon all series of all preferred shares then outstanding. No dividend shall be declared or paid on the common shares unless full dividends on all the preferred shares then outstanding for all past dividend periods and the current dividend period shall have been declared.

4. In the event of any dissolution, liquidation or winding up of the corporation, whether voluntary or involuntary, the holders of each series of the then outstanding preferred shares shall be entitled to receive the amount fixed for such purpose in the resolution or resolutions of the Board of Directors establishing the respective series of preferred shares that might then be outstanding, together with a sum equal to the amount of all accumulative and unpaid dividends thereon at the dividend rate fixed therefor and the aforesaid resolution or resolutions. After such payment to such holders of preferred shares, the remaining assets and funds of the corporation shall be distributed pro rata among the holders of the common shares. A consolidation, merger, or reorganization of the corporation with any other corporation or corporations or a sale of substantially all of the assets of the corporation shall not be considered a dissolution, liquidation or winding up of the corporation within the meaning of these provisions.

5. The whole or any part of the outstanding preferred shares or the whole or any part of any series thereof may be called for redemption and redeemed at any time at the option of the corporation, exercisable by the Board of Directors upon thirty (30) days notices by the holders of such shares as are to be redeemed, by paying therefore in cash the redemption price fixed for such shares in the resolution or resolutions of the Board of Directors establishing the respective series of which the shares to be redeemed are a part together with a sum equal to the amount of all accumulated and unpaid dividends thereon at the dividend fixed for such redemption. The corporation may redeem the whole or any part of the shares of any series, or of several series, without redeeming the whole or any part of the shares of any other series; provided, however, that if at any time less than the whole of the preferred shares of any particular series then outstanding shall be called for redemption, the particular shares called for redemption shall be determined by lots or by such other equitable methods as may be determined by the Board of Directors. If, on the redemption date specified in any such notice, funds necessary for such redemption shall have been set aside by the corporation, separate and apart from its other funds, in trust for the pro rata benefit of the holders of the preferred shares so called for redemption, then, notwithstanding that any certificate for shares so called for redemption shall not have been rendered for cancellation, the shares so called for redemption shall no longer be deemed to be outstanding, the right to receive dividends thereon shall cease to accrue from and after the dates so fixed, and all rights of holders of preferred shares so called for redemption shall forthwith after such redemption date cease and terminate, excepting only the right of the holders thereof to receive the redemption price thereof, but without interest; and if, before the redemption date specified in any notice of the redemption of any preferred shares, the corporation shall deposit with a bank or trust company in Tarrant County, Texas, having a capital and surplus of at least One Hundred Thousand Dollars (\$100,000) according to its last published statement of condition, in trust to be applied to the redemption of the preferred shares so called for redemption, the funds necessary for such redemption, then, from and after the date of such deposit, the shares so called for redemption shall no longer be deemed to be outstanding and all rights of holders of the shares so called for redemption shall cease and terminate, excepting only the rights of holders thereof to receive the redemption price thereof, but without interest. Any interest accrued on funds so deposited shall be paid to the corporation from time to time. In case the holder of shares which shall have been called for redemption shall not, within five (5) years up to the making of such deposits, claim the amount deposited with respect to the redemption of such shares, the bank or trust company in which such deposit was made shall upon demand pay over to the corporation such unclaimed amounts and thereupon such bank or

trust company shall be relieved of all responsibility in respect thereof to such holder. Preferred shares which are redeemed shall be cancelled and shall not be reissued.

D. Preemptive rights are denied with respect to all shares of stock and shareholders regardless of type or class of stock.

E. Cumulative voting is prohibited.

ARTICLE V.

COMMENCEMENT OF BUSINESS

The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of One Thousand Dollars (\$1,000), consisting of money, labor done or property actually received.

ARTICLE VI.

PREEMPTIVE RIGHTS

No shareholder or other person shall have any preemptive rights whatsoever.

ARTICLE VII.

BY-LAWS

The shareholders of the corporation hereby delegate to the Board of Directors power to adopt, alter, amend or repeal the By-Laws of the corporation; and such power shall be deemed to be vested exclusively in the Board of Directors and shall not be exercised by the shareholders.

ARTICLE VIII.

NON-CUMULATIVE VOTING

Cumulative voting by the shareholders of the corporation at any election for Directors is expressly prohibited. The shareholders entitled to vote for Directors in such election shall be entitled to cast one vote per directorship for each share held, and no more.

ARTICLE IX.

INTERESTED DIRECTORS, OFFICERS AND SHAREHOLDERS

1. Any contract or other transaction within the corporation and any of its Directors, Officers or Shareholders (or any corporation or firm in which any of them are directly or indirectly interested) shall be valid for all purposes notwithstanding the presence of such Director,

Officer or Shareholder at the meeting authorizing such contract or transaction or his participation in any such meeting or authorization.

2. The foregoing shall, however, apply only if the interest of each such Director, Officer or Shareholder is known or disclosed:

- (a) to the Board of Directors and it nevertheless authorizes or ratifies the contract or transaction by a majority of the Directors present. Each such interested Director to be counted in determining whether a quorum is present but not in calculating the majority necessary to carry the vote; or
- (b) to the Shareholders and they nevertheless authorize or ratify the contract or transaction by a majority of the shares present, each such interested Director to be counted for a quorum and voting purposes.

3. This provision shall not be construed to invalidate any contract or transaction which would be valid in the absence of this provision.

ARTICLE X.

INDEMNIFICATION

1. The corporation shall indemnify to the extent provided in Section 2 the following persons:

- (a) Any Director, officer, agent or employee of the corporation;
- (b) Any former Director, officer, agent or employee of the corporation; and
- (c) Any person who may have served at the corporation's request as a Director, officer, agent or employee of another corporation in which the corporation owns or has owned stock, or of which it is or has been a creditor.

2. The indemnification shall be against expenses actually and necessarily incurred by such person, and any amount paid in satisfaction of judgements in connection with any action, suit or proceedings (whether civil or criminal) in which he is made a party by reason of being or having been such a Director, officer, agent or employee (whether or not such at the time the cost or expenses are incurred by or imposed on him) except in relation to matters as to which he shall be adjudged in such action, suit or proceedings to be

liable for gross negligence or willful misconduct in the performance of duty.

3. The corporation may also reimburse to any such person the reasonable cost of settlement if any such action, suit of proceedings, if it is found by a majority of the committee of the Directors not involved in the matter (whether or not a quorum) that (1) it was to the interest of the corporation to make such settlement and (2) such person was not guilty of gross negligence or willful misconduct.

4. These rights of indemnification and reimbursement shall not be exclusive of any other right to which such person may be entitled by law, By-Law, agreement, shareholders' vote or otherwise.

ARTICLE XI.

REGISTERED OFFICE AND AGENT

The post office address of the initial registered office of the corporation is 3412 Overton Park West, Fort Worth, Texas 76109 and the name of its initial registered agent at such address is Donald D. Albers.

ARTICLE XII.

INITIAL DIRECTORS

The business affairs of this corporation shall be conducted by a Board of Directors of not less than one (1) nor more than fifteen (15) members. The Directors need not be Stockholders. The Board of Directors shall have the power to increase or decrease the Board in accordance with the limits provided in the By-Laws of the corporation.

The number of Directors constituting the initial Board of Directors is four (4) and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the Shareholders, or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Donald D. Albers	3412 Overton Park West Fort Worth, Texas 76109
James E. Turner	P.O. Box 879 Grapevine, Texas 76051
Kathryn Janette Turner Sutton	2329 Ridge Grapevine, Texas 76051
William D. Albers	51 Mission Wichita, Kansas 67207

ARTICLE XIII.

INCORPORATOR

<u>Name</u>	<u>Address</u>
Donald D. Albers	3412 Overton Park West Fort Worth, Texas 76109

IN WITNESS WHEREOF, I have hereunto set my hand this 1st day
of FEBRUARY, 1991

Donald D. Albers
Donald D. Albers

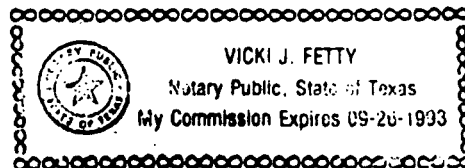
STATE OF TEXAS :
:
COUNTY OF DALLAS :

I, the undersigned Notary Public, do hereby certify that
on this the 1 day of February 1991, personally appeared
before me Donald D. Albers, who being by me duly sworn,
declared that he is the person who signed the foregoing
document as Incorporator, and that the statements therein
contained are true.

Vicki J. Fetty
NOTARY PUBLIC in and for
Dallas County, Texas

My Commission Expires:

9/26/93



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B Y - L A W S
OF
RECYCLED PRODUCTS CORPORATION

ARTICLE 1.

OFFICES

1.01 Registered Office and Agents. The registered office of the corporation shall be at 3412 Overton Park West Fort Worth, Texas 76109. The name of the registered agent at such address is Donald D. Albers.

1.02 Other Offices. The corporation may also have offices at such other places both within and without the State of Texas as the Board of Directors may from time to time determine or the business of the corporation may require.

ARTICLE 2.

SHAREHOLDERS

2.01 Place of Meeting. All meetings of the shareholders for the election of Directors shall be held at such time and place, within or without the State of Texas, as shall be stated in the notice of the meeting or in a duly executed waiver or notice thereof.

2.02 Annual Meeting. An annual meeting of the shareholders, commencing with the year 1991 shall be held each year at 10:00 o'clock a.m. on the second Tuesday during the month of April, to be selected by the Board of Directors. If such a day is a legal holiday, then the meeting shall be on the next secular day following. At the meeting, shareholders shall elect Directors and transact such other business as may properly be brought before the meeting.

2.03 Voting List. At least ten (10) days before each meeting of shareholders, a complete list of the shareholders entitled to vote at the meeting, arranged in alphabetical order, with the address of each and the number of voting shares held by each, shall be prepared by the officer or agent having charge of the stock transfer books. The list, for a period of ten (10) days prior to the meeting, shall be kept on file at the registered office of the corporation and shall be subject to inspection by any shareholder at any time during the whole time of the meeting.

2.04 Special Meetings. Special meetings of the shareholders, for any purpose or purposes, unless otherwise prescribed by statute or by the Articles of Incorporation, or by these By-Laws, may be called by the President, the Board of Directors, or the holders of not less than one-tenth of all the shares entitled to vote at the meetings. Business transacted at a special meeting shall be confined to the objects stated in the notice of the meeting.

2.05 Notice. Written or printed notices stating the place, day and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) nor more than fifty (50) days before the date of the meeting, either personally or by mail, by or at the direction of the President, the Secretary, or the officer or person calling the meeting, to each shareholder of record entitled to vote at the meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the shareholder at his address as it appears on the stock transfer books of the corporation, with postage thereon prepaid.

2.06 Quorum. The holders of a majority of the shares issued and outstanding and entitled to vote thereat, present in person or represented by proxy, shall be requisite and shall constitute a quorum at all meetings of the shareholders for the transaction of business except as otherwise provided by statute, by Articles of Incorporation or by these By-Laws. If a quorum is not present or represented at a meeting of the shareholders, the shareholders entitled to vote thereat, present in person or represented by proxy shall have the power to adjourn the meeting from time to time without notice other than announcement at the meeting, until a quorum is represented. At such adjourned meeting at which a quorum is present or represented, any business may be transacted which might have been transacted at the meeting as originally notified.

2.07 Majority Vote; Withdrawal of Quorum. When a quorum is present at any meeting, the vote of the holders of a majority of the shares having voting power, present in person or represented by proxy, shall decide any question brought before such meeting, unless the question is one upon which, by express provision of the statutes or of Articles of Incorporation or of these By-Laws a different vote is required on which case such express provision shall govern and control the decision of such question. The shareholders present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough shareholders to leave less than a quorum.

2.08 Method of Voting. Each outstanding share shall be entitled to one vote on each matter submitted to a vote at a meeting of shareholders, except to the extent that the voting rights of the shares of any class or classes are limited or denied by the Articles of Incorporation. At any meeting of the shareholders, every shareholder having the right to vote may vote either in person, or by proxy executed in writing by the shareholder or by his duly authorized attorney-in-fact. No proxy shall be valid after eleven (11) months from the date of its execution, unless otherwise provided in the proxy. Each proxy shall be revocable unless expressly provided therein to be irrevocable and unless otherwise made irrevocable by law. Each proxy shall be filed with the Secretary of the corporation prior to or at the time of the meeting. Voting for Directors shall be in accordance with Section 3.06 of these By-Laws. Any vote may be taken viva voce or by show of hands unless someone entitled to vote objects, in which case, written ballots shall be used.

2.09 Record Date; Closing Transfer Books. The Board of Directors may fix in advance a record date for the purpose of determining shareholders entitled to notice of or to vote at a meeting of the shareholders, the record date to be not less than ten (10) nor more than fifty (50) days prior to such meeting. In the absence of any action by the Board of Directors, the date upon which the notice of the meeting is mailed shall be the record date.

2.10 Action Without Meetings. Any action required by statute to be taken at a meeting of the shareholders, or any action which may be taken at a meeting of the shareholders, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof and such consent shall have the same force and effect as an unanimous vote of the shareholders. Any such signed consent, or a signed copy thereof, shall be placed in the minute book of the corporation.

ARTICLE 3.

DIRECTORS

3.01 Management. The business and affairs of the corporation shall be managed by the Board of Directors who may exercise all such powers of the corporation and do all such lawful acts and things as are not (by statute or by the Articles of Incorporation or by these By-Laws) directed or required to be exercised or done by the shareholders.

3.02 Number; Qualification; Election; Term. The exact number of Directors may from time to time be specified by the By-Laws as not less than one (1) nor more than fifteen (15), none of whom need be shareholders, except as provided in By-Laws 3.03 and 3.05. Each Director elected shall hold office until his successor shall be elected and shall qualify.

3.03 Change in Number. The number of Directors may be increased or decreased from time to time by amendment to these By-Laws but no decrease shall have the effect of shortening the term of any incumbent Director. Any directorship to be filled by reason of an increase in the number of Directors shall be filled by election at an annual meeting or at a special meeting of shareholders called for that purpose.

3.04 Removal. Any Director may be removed either for or without cause at any special or annual meeting of shareholders, by the affirmative vote of a majority in number of shares of the shareholders present in person or by proxy at such meeting and entitled to vote for the election of such Director if notice of intention to act upon such matter shall have been given in the notice calling such meeting.

3.05 Vacancies. Any vacancy occurring in the Board of Directors (due to death, resignation, removal or otherwise) may be filled by an affirmative vote of a majority of the remaining Directors though less than a quorum of the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of this predecessor in office.

3.06 Election of Directors. Directors shall be elected by plurality vote. Cumulative voting shall not be permitted.

3.07 Place of Meeting. Meetings of the Board of Directors, regular or special, may be held either within or without the State of Texas.

3.08 First Meetings. The first of each newly elected Board shall be held without further notice immediately following the annual meeting of shareholders, and at the same place, unless (by unanimous consent of the Directors then elected and serving) such time or place shall be changed.

3.09 Regular Meetings. Regular meetings of the Board of Directors may be held without notice at such time and place as shall from time to time be determined by the Board.

3.10 Special Meetings. Special meetings of the Board of Directors may be called by the President on three (3) days notice to each Director, either personally or by mail or by telegram. Special meetings shall be called by the President or Secretary in like manner and on like notice on the written request of two (2) Directors. Except as otherwise expressly provided by statute, or by the Articles of Incorporation, or by these By-Laws, neither the business to be transacted at, nor the purpose of, any special meeting need be specified in a notice or waiver of notice.

3.11 Quorum; Majority Vote. At all meetings of the Board of Directors a majority of the number of Directors fixed by these By-Laws shall constitute a quorum for the transaction of business. The act of a majority of the Directors present at any meeting at which a quorum is present shall be the act of such Board of Directors; except as otherwise specifically provided by statute or by the Articles of Incorporation or by these By-Laws. If a quorum is not present at a meeting of the Board of Directors, the Directors present thereat may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum 's present.

3.12 Compensation. By resolution of the Board of Directors, the Directors may be paid their expenses, if any, of attendance at each meeting of the Board of Directors and may be paid a fixed sum for attendance at each meeting of the Board of Directors or a stated salary as Director. No such payment shall preclude any Director from serving the corporation in any other capacity and receiving compensation therefor. Members of the Executive Committee or of special or standing committees may, by resolution of the Board of Directors, be allowed like compensation for attending committee meetings.

3.13 Procedure. The Board of Directors shall keep regular minutes of its proceedings. The minutes shall be placed in the minute book of the corporation.

3.14 Interested Directors, Officers and Shareholders.

a) Validity. Any contract or other transaction between the corporation and any of its Directors, officers or shareholders (or any corporation or firm which any of them are directly or indirectly interested) shall be valid for all purposes notwithstanding the presence of such Director, officer or shareholder at the meeting authorizing such contract or transaction or his participation in such meeting of authorization.

b) Disclosure, Approval. The foregoing shall, however, apply only if the interest of each such Director, officer or shareholder is known or disclosed:

1) To the Board of Directors and it nevertheless authorized or ratified the contract or transaction by a majority of the Directors present, each such interested Director to be counted in determining whether a quorum is present but not in calculating the majority necessary to carry the vote; or

2) To the shareholders and they nevertheless authorize or ratify the contract or transaction by a majority of the shares present, each such interested person to be counted for quorum and voting purposes.

c) Non-exclusive. This provision shall not be construed to invalidate any contract or transaction which would be valid in the absence of this provision.

3.15 Executive Committee. The Board of Directors may at any time appoint from among its members an executive committee and one or more other committees, each of which so appointed shall have such power and authority to conduct the business and affairs of the corporation as is vested by law, the Articles of Incorporation, and these By-Laws in the Board of Directors as a whole, except that it may not take any action that is specifically prohibited to the Board of Directors by statute or that is specifically required by statute to be taken by the entire Board of Directors. Members of the executive committee shall receive such compensation as the Board of Directors may from time to time provide. Each Director shall be deemed to have assented to any action of the executive committee unless he shall, within seven (7) days after receiving actual or constructive notice of such action, deliver his written dissent thereto to the secretary of the corporation. Members of the executive committee shall serve at the pleasure of the Board of Directors.

3.16 Other Committees. The Board of Directors, by an affirmative vote of a majority of the members constituting the Board of Directors, may appoint other committees which shall have and may exercise such powers as shall be conferred or authorized by resolution of the Board. A majority of any such committee may determine its action and fix the time and place of its meetings unless the Board of Directors shall otherwise provide. The Board of Directors, by such affirmative vote, shall have power at any time to change the powers and members of any such committees, to fill vacancies, and to dispose of any such committee.

ARTICLE 4.

NOTICE

4.01 Method. Whenever, by statute or the Articles of Incorporation or these By-Laws, notice is required to be given to Directors or shareholders and no provision is made as to how the notice shall be given, it shall not be construed to mean personal notice but any such notice may be given (a) in writing, by mail, postage prepaid, address to the Director or shareholder at the address appearing on the books of the corporation, or (b) in any other method permitted by law. Any notice required or permitted to be given by mail shall be deemed given at the time when the same is thus deposited in the United States mail.

4.02 Waiver. Whenever, by statute or the Articles of Incorporation or these By-Laws, notice is required to be given to shareholders or Directors, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated in such notice, shall be equivalent to the giving of such notice. Attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends for the purpose of objecting to the transaction of any business on the grounds that the meeting is now lawfully called or convened.

ARTICLE 5.

OFFICERS AND AGENTS

5.01 Number; Qualifications; Election; Term.

a) The corporation shall have:

1) A President, Vice President, Secretary and Treasurer, and

2) Such other officers (including a Chairman of the Board and additional Vice Presidents) and assistant officers and agents as the Board of Directors may deem necessary.

b) No officer or agent need be a shareholder, a Director or a resident of the State of Texas.

c) Officers named in Section 5.01 (a) (1) shall be elected by the Board of Directors on the expiration of an officer's term or whenever a vacancy exists. Officers and agents named in Section 5.01 (a) (2) may be elected by the Board at any meeting.

d) Unless otherwise specified by the Board at the time of election or appointment, or in an employment contract approved by the Board, each officer's and agent's term shall end at the first meeting of Directors after the next annual meeting of shareholders. He shall serve until the end of his term of, if earlier, his death, resignation, or removal.

e) Any two or more offices may be held by the same person, except that the President and the Secretary shall not be the same person.

5.02 Removal. Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the corporation will be served thereby. Such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create contract rights.

5.03 Vacancies. Any vacancy occurring in any office of the corporation (by death, resignation, removal or otherwise) may be filled by the Board of Directors.

5.04 Authority. Officers and agents shall have such authority and perform such duties in the management of the corporation as are provided in these By-Laws or as may be determined by resolution of the Board of Directors not inconsistent with these By-Laws.

5.05 Compensation. The compensation of officers and agents shall be fixed from time to time by the Board of Directors.

5.06 Chairman. The Chairman shall be the chief executive officer of the corporation; he shall preside at all meetings of the shareholders and the Board of Directors, shall have general and active management of the business and affairs of the corporation, and shall see that all orders and resolutions of the Board are carried into effect. He shall perform such other duties and have such other authority and powers as the Board of Directors may from time to time prescribe.

5.07 President. The President shall be the chief operating officer of the corporation; he shall have general and active management of the business and affairs of the corporation. He shall perform such other duties and have such other authority and powers as the Board of Directors may from time to time prescribe.

5.08 Vice President. The Vice Presidents in the order of their seniority, unless otherwise determined by the Board of Directors, shall, in the absence or disability of the President, perform the duties and have the authority and exercise the powers of the President. They shall perform such other duties and have such other authority and powers as the Board of Directors may from time to time prescribe or as the President may from time to time delegate.

5.09 Secretary.

a) The Secretary shall attend all meetings of the Board of Directors and all meetings of the shareholders and record all votes and the minutes of all proceedings in a book to be kept for that purpose and shall perform like duties for the Executive Committee when required.

b) He shall give, or cause to be given, notice of all meetings of the shareholders and special meetings of the Board of Directors.

c) He shall keep in safe custody the seal of the corporation and, when authorized by the Board of Directors or the Executive Committee, affix the same to any instrument requiring it and, when so affixed, it shall be attested by his signature or by the signature of the Treasurer or an Assistant Secretary.

d) He shall be under the supervision of the President. He shall perform such other duties and have such other authority and powers as the Board of Directors may from time to time prescribe or as the President may from time to time delegate.

5.10 Assistant Secretary. The Assistant Secretaries in the order of seniority, unless otherwise determined by the Board of Directors, shall, in the absence or disability of the Secretary, perform the duties and have the authority and exercise the powers of the Secretary. They shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe or as the President may from time to time delegate.

5.11 Treasurer.

a) The Treasurer shall have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipt and disbursements of the corporation and shall deposit all monies and other valuable effects in the name and to the credit of the corporation in such depositories as may be designated by the Board of Directors.

b) He shall disburse the funds of the corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render to the President and Directors, at the regular meetings of the Board, or whenever they may require it, an account of all his transactions as Treasurer and of the financial condition of the corporation.

c) If required by the Board of Directors, he shall give the corporation a bond in such form, in such sum, and with such surety or sureties as shall be satisfactory to the Board for the faithful performance of the duties of his office and for the restoration to the corporation, in case of his death, resignation, retirement or removal from office, of all books, papers, vouchers, money and other property of whatever kind in his possession or under his control belonging to the corporation.

d) He shall perform such other duties and have such other authority and powers as the Board of Directors may from time to time prescribe or as the President may from time to time delegate.

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5.12 Assistant Treasurer. The Assistant Treasurers in the order of their seniority, unless otherwise determined by the Board of Directors, shall, in the absence or disability of the Treasurer, perform the duties and have the authority and exercise the powers of the Treasurer. They shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe or the President may from time to time delegate.

ARTICLE 6.

EXECUTION OF INSTRUMENTS AND DEPOSIT OF FUNDS

6.01 Authority for Execution of Instruments. The Board of Directors, except as otherwise provided in these By-Laws, may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances; and, unless so authorized, no officer, agent, or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable pecuniary for any purpose or in any amount.

6.02 Execution of Instruments. Unless otherwise specifically determined by the Board of Directors or otherwise required by law, formal contracts of the corporation, promissory notes, deeds of trust, mortgages and other evidences of indebtedness of the corporation, and other corporate instruments or documents, and certificates of shares of stock owned by the corporation, shall be executed, signed or endorsed by the President or any Vice President and by the Secretary or the Treasurer, or any Assistant Secretary or Assistant Treasurer, and may have the corporate seal affixed thereto.

6.03 Bank Accounts and Deposits.

a) All funds of the corporation shall be deposited from time to time to the credit of the corporation with such banks, trust companies, or other depositories as the Board of Directors may select or as may be selected by any officer or officers, agent or agents of the corporation to whom such power may be delegated from time to time by the Board of Directors.

b) Endorsements Without Countersignature.
Endorsements for deposit to the credit of the corporation in any of its duly authorized depositories may be made without countersignature by the President, or the Treasurer or any Assistant Treasurer, or by any other officer or agent of the corporation to whom the Board of directors, by resolution, shall have delegated such power, or by hand stamped impression in the name of the corporation.

H 9 1 5 3 0 0 4 1

c) Signing of Checks, Drafts, Etc. All checks, drafts or other order for payment of money, notes or other evidences or indebtedness, issued in the name of or payable to the corporation, shall be sign or endorsed by such person or persons and in such manner as shall be determined from time to time by resolution of the Board of Directors.

ARTICLE 7.

CERTIFICATES AND SHAREHOLDERS

7.01 Certificates. Certificates in the form determined by the Board of Directors shall be delivered representing all shares to which shareholders are entitled. Certificates shall be consecutively numbered and shall be entered in the books of the corporation as they are issued. Each certificate shall state on the face thereof the holder's name, the number and class of shares, the par value of shares or a statement that such shares are without par value, and such other matters as may be required by law. They shall be signed by the President or a Vice President and such other officer or officers as the Board of Directors shall designate, and may be sealed with the seal of the corporation or a facsimile thereof. If any certificate is countersigned by a transfer agent, or an assistant transfer agent or registered by a registrar (either of which is other than the corporation or an employee of the corporation), the signature of any such officer may be facsimile.

7.02 Replacement of Lost or Destroyed Certificates. The Board of Directors may direct a new certificate or certificates to be issued in place of any certificate previously issued by the corporation alleged to have been lost or destroyed, upon the making of an affidavit of the fact by the person claiming the loss or destruction. In so doing, the Board of Directors may, in its discretion and as a condition precedent to the issuance (a) require the owner of the lost or destroyed certificate, or his legal representative, to advertise the same in such manner as it shall require and/or (b) to give the corporation a bond (with a surety or sureties satisfactory to the corporation) in such sum as it may direct, as indemnity against any claim, or expense resulting from claim, that made be made against the corporation with respect to the certificate alleged to have been lost or destroyed.

7.03 Transfer of Shares. Shares of stock shall be transferable only on the books of the corporation by the holder thereof in person or by his duly authorized attorney. Upon surrender to the corporation or its transfer agent of a certificate representing shares duly endorsed or accompanied by proper evidence of succession, assignment or authority to transfer, the corporation or its transfer agent shall issue a new certificate to the person entitled thereto, cancel the old certificate and record the transaction upon its books.

7.04 Registered Shareholders. The corporation shall be entitled to treat the holder of record of any share or shares of stock as the holder in fact thereof and accordingly shall not be bound to recognize any equitable or other claim to or interest in such share or shares on the part of any other person, whether or not it has express or other notice thereof, except as otherwise provided by law.

7.05 Pre-Emptive Rights. No shareholder or other person shall have any pre-emptive right whatsoever.

ARTICLE 8.

GENERAL PROVISIONS.

8.01 Dividends and Reserves.

a) Declaration and Payment. Subject to statutes and the Articles of Incorporation, dividends may be declared by the Board of Directors at any regular or special meeting and may be paid in cash, in property or in shares of the corporation. The declaration and payment shall be at the discretion of the Board of Directors.

b) Record Dates. The Board of Directors may fix in advance a record date for the purpose of determining shareholders entitled to receive payment of any dividend, the record date to be not more than fifty (50) days prior to the payment date of such dividend, or the Board of Directors may close the stock transfer books for such purpose for a period of not more than fifty (50) days prior to the payment date of such dividend. In the absence of any action by the Board of Directors, the date upon which the Board of Directors adopts the resolution declaring the dividends shall be the record date.

8.02 Books and Records. The corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its shareholders and Board of Directors and shall keep at its registered office or principal place of business, or at the office of its transfer agent or registrar, a record of its shareholders, giving names and addresses of all shareholders and the number and class of shares held by each.

8.03 Fiscal Year. The fiscal year of the corporation shall be fixed by resolution of the Board of Directors.

8.04 Seal. The corporation seal (of which there may be one or more exemplars) shall contain the name of the corporation and the name of the state of incorporation. The seal may be used by impressing it or reproducing a facsimile of it, or otherwise.

8.05 Indemnification.

a) Persons. The corporation shall indemnify, to the extent provided in paragraph (b), these persons:

1) Any Director, officer, agent or employee of the corporation;

2) Any former Director, officer, agent or employee of the corporation; and

3) Any person who may have served at the corporation's request as a Director, officer, agent or employee of another corporation in which the corporation owns or has owned stock, or of which it is or has been a creditor.

b) Extent. The indemnification shall be against expenses actually and necessarily incurred by such person, and any amount paid in satisfaction of judgements in connection with any action, suit or proceedings (whether civil or criminal) in which he is made a party by reason of being or having been such a Director, officer, agent or employee (whether or not such at the time the cost or expenses are incurred by or imposed on him) except in relation to matters as to which he shall be adjudged in such action, suit or proceedings to be liable for gross negligence or willful misconduct in the performance of duty.

c) Reimbursement. The corporation may also reimburse to any such person the reasonable cost of settlement if any such action, suit or proceedings, if it is found by a majority of the committee of the Directors not involved in the matter (whether or not a quorum) that (1) it was to the interest of the corporation to make such settlement and (2) such person was not guilty of gross negligence or willful misconduct.

d) Non-exclusive. The rights of indemnification and reimbursement shall not be exclusive of any other right to which such person may be entitled by law, agreement, shareholders' vote or otherwise.

8.06 Resignation. Any Director, officer or agent may resign by giving written notice to the President or the Secretary. The resignation shall take effect at the time specified therein, or immediately if no time is specified therein. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

8.07 Amendment of By-Laws. These By-Laws may be altered, amended or repealed at any meeting of the Board of Directors at which a quorum is present, by the affirmative vote of a majority of the Directors present at such meeting provided notice of the proposed alteration, amendment or repeal is contained in the notice of such meeting.

Adopted by the Board of Directors on FEBRUARY 1, 1991.

Donald D. Albers
Donald D. Albers, Director

Attest: Kathryn Janette Sutton
Kathryn Janette Turner Sutton, Secretary

FILED
In the Office of the
Secretary of State of Texas

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT OR BOTH
BY A PROFIT CORPORATION**

AUG 26 1991

Corporations Section

1. The name of the corporation is RECYCLED PRODUCTS
CORPORATION
2. The address, including street and number, of its present registered office as shown in the records of the Secretary of State of Texas before filing this statement is _____
3412 Overton Park west - Fort worth, Texas 76109
3. The address, including street and number, to which its registered office is to be changed is 212 GARDEN WEST - CONROE
TEXAS 77304 (Box 929)

(Give new address or state "no change")

4. The name of its present registered agent, as shown in the records of the Secretary of State of the State of Texas, before filing this statement is DONALD
ALBERS
5. The name of its new registered agent is JAMES EDWARD
TURNER

(Give new name or state "no change")

6. The address of its registered office and the address of the office of its registered agent, as changed, will be identical.
7. Such change was authorized by: (Check One)
☒ A. The Board of Directors.
☐ B. An officer of the corporation so authorized by the Board of Directors.

James E. Turner
An Authorized Officer



The State of Texas
Secretary of State

SECRETARY OF STATE
AUSTIN, TEXAS

DETERMINATION OF FORFEITURE PURSUANT TO SECTION 171.309, TEXAS
TAX CODE ANNOTATED

CAME TO BE CONSIDERED ON THE DATE SHOWN HEREON, FORFEITURE
OF THE CHARTER OR CERTIFICATE OF AUTHORITY OF THE
FOLLOWING CORPORATION; THE SECRETARY OF STATE FINDS AND
DETERMINES THE FOLLOWING:

CORPORATION NAME

RECYCLED PRODUCTS CORPORATION

CHARTER NO.-TYPE	RTDS FORFEITED	CERTIFICATE/CHARTER FORFEITED
1182151-00	10/15/1996	02/19/1997

THAT THE COMPTROLLER OF PUBLIC ACCOUNTS HAS NOTIFIED THIS
OFFICE THAT SAID CORPORATION HAS FAILED TO FILE A CURRENT
YEAR FRANCHISE TAX REPORT TO ESTABLISH THE EXISTENCE OF
ASSETS FROM WHICH A JUDGEMENT FOR THE FRANCHISE TAXES,
PENALTIES AND COURT COSTS MAY BE SATISFIED.
THAT THE COMPTROLLER OF PUBLIC ACCOUNTS HAS FURTHER STATED
THAT THE SAID CORPORATION HAS FAILED OR REFUSED TO REVIVE
ITS RIGHT TO DO BUSINESS.

IT IS THEREFORE ORDERED THAT THE CHARTER OR CERTIFICATE OF
AUTHORITY OF THE ABOVE NAMED CORPORATION BE AND THE SAME IS
HEREBY FORFEITED WITHOUT JUDICIAL ASCERTAINMENT AND MADE
NULL AND VOID, AND THAT THE PROPER ENTRY BE MADE UPON THE
PERMANENT FILES AND RECORDS OF SUCH CORPORATION TO SHOW
SUCH FORFEITURE AS OF THE DATE HEREOF.

ARTICLES OF INCORPORATION

OF

FILED
In the Office of the
Secretary of State of Texas

RECYCLED PRODUCTS CORPORATION OF TEXAS FEB 24 1992

Corporations Section

I, the undersigned natural person of the age of eighteen (18) years or more, acting as incorporator of a corporation under the Texas Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is RECYCLED PRODUCTS CORPORATION OF TEXAS.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose or purposes for which the corporation is organized are for the transaction of any or all lawful business for which corporations may be incorporated under the Texas Business Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is TWENTY FIVE MILLION (25,000,000) of which TWENTY MILLION (20,000,000) shall be Common Shares without par value and FIVE MILLION (5,000,000) shall be preferred Shares of the par value of ONE DOLLAR (\$1.00) each.

No shareholder of the corporation shall have the right of cumulative voting at any election of directors or upon any other matter.

No holder of securities of the corporation shall be entitled as a matter of right, pre-emptive or otherwise, to subscribe for or purchase any securities of the corporation now or hereafter authorized to be issued, or securities held in the treasury of the corporation, whether issued or sold for cash or other consideration or as dividend or otherwise. Any such securities may be issued or disposed of by the board of directors to such persons and on such terms as in its discretion it shall deem advisable.

ARTICLE FIVE

The corporation will not commence business until it has received the issuance of its share consideration of the value of One Thousand (1,000.00) Dollars, consisting of money, labor done, or property actually received.

ARTICLE SIX

The post office address of its initial registered office is 307 N. San San Jacinto, Conroe, Texas 77301 and the name of its initial registered agent at such address is R. A. Deison.

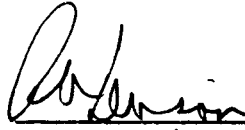
ARTICLE SEVEN

Handwritten initials The business and affairs of the corporation are to be managed ~~otherwise than~~ by a board of directors. The name and address of the person who will perform the functions of the initial board of directors is : R. A. Deison, 307 N. San Jacinto, Conroe, Texas 77301.

ARTICLE EIGHT

The name and address of the incorporator is R. A. Deison, 307 N. San Jacinto, Conroe, Texas 77301. The Incorporator includes all of the initials subscribers, if any, to the corporation's shares and securities evidencing the right to acquire its shares.

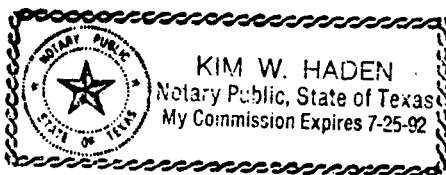
IN WITNESS WHEREOF, I have executed these Articles of Incorporation on this 21st day of February 1992.


R. A. Deison

THE STATE OF TEXAS §

COUNTY OF MONTGOMERY §

I, the undersigned Notary Public, do hereby certify that on this 21st day of February, 1992, personally appeared R. A. Deison, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, who being by me duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.




Notary Public State of Texas

JUN 18 1992

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION

Corporations Section

Pursuant to the provisions of Art. 4.04 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation which changes the corporate name from RECYCLED PRODUCTS CORPORATION OF TEXAS to CENTURY PRODUCTS CORPORATION OF TEXAS.

ARTICLE ONE

The name of the corporation is RECYCLED PRODUCTS CORPORATION OF TEXAS.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted by the board of directors of the corporation on 1st day of June, 1992.

ARTICLE ONE of the Articles of Incorporation is hereby amended so as to read as follows: "The name of the corporation is CENTURY PRODUCTS CORPORATION OF TEXAS."

ARTICLE THREE

None of the shares of the corporation has been issued nor has the Corporation accepted any subscriptions for its shares.

ARTICLE FOUR

The corporation has not commenced business.

Dated the 17th day of June, 1992.

Recycled Products Corporation of Texas

By: *R. A. Deison*

R. A. Deison, its President

THE STATE OF TEXAS

{

{

COUNTY OF MONTGOMERY

{

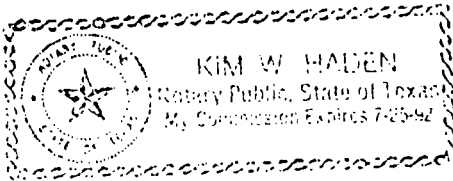
I, the undersigned Notary Public, do hereby certify that on this 17th day of June, 1992, personally appeared before me Mr. R. A. Deison, who declared he is the President of the corporation executing the foregoing document, and being first duly sworn, acknowledge that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

Kim W. Haden

Notary Public for the State of Texas

My commission expires on 7-25-92





SECRETARY OF STATE

John Hannah, Jr.

July 9, 1992

R. A. Deison
Attorney-at-Law
307 N. San Jacinto
Conroe, Texas 77301

RE: Recycled Products Corporation of Texas; Charter Number
1222392-00
Century Products Corporation; Charter Number 1234480-00
Check Number 0246; In the Amount of \$470.00
Drawn on Nations Bank
Register Number 652296

Dear Mr Deison:

On June 18, 1992, this office filed the articles of amendment for Recycled Products Corporation of Texas as well as articles of incorporation for Century Products Corporation. The check described above, submitted as the statutory fee for filing those documents, was dishonored when presented for payment and returned to this office unpaid.

This letter will serve as formal notification of the revocation of the articles of amendment, pursuant to Article 3916B, Title 61, Texas Revised Civil Statutes. The result of the revocation of a document is to void the document as though it had never been filed.

If you wish to refile the documents, you must submit resubmit the document anew along with a cashier's check or money order to cover the amount of the returned check and a \$25.00 returned check processing fee, authorized under Article 9022, Texas Revised Civil Statutes Annotated.

As regards the articles of incorporation for Century Products Corporation, you must now submit a cashier's check or money order in the amount of the returned check plus an additional \$25.00 returned check processing fee, in order to avoid its involuntary dissolution. If this delinquency is not cured within 15 days from the date of this letter, this Office will involuntarily dissolve the corporation's charter, as authorized by state law.

CORPORATIONS

Post Office Box 13697, Austin, Texas 78711-3697

(512) 463-5555 FAX (512) 463-5709

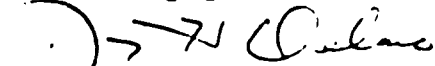
TDD (800) 735-2909

R. A. Deison
July 9, 1992
Page 2

PLEASE RETURN A COPY OF THIS LETTER ALONG WITH A CASHIER'S CHECK OR
MONEY ORDER IN THE AMOUNT SHOWN ABOVE.

If you have any questions, please do not hesitate to contact this
office.

Sincerely yours,



Jimmy H. Delao
Attorney
Statutory Filing Division
Corporation Section

Enclosures

CO/LSW/JHD

cc: Nell Hays, Accountant

FILED
in the Office of the
Secretary of State of Texas
JUN 8 1992
Corporations Section

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION

Pursuant to the provisions of Art. 4.04 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation which changes the corporate name from RECYCLED PRODUCTS CORPORATION OF TEXAS to CENTURY PRODUCTS CORPORATION OF TEXAS.

ARTICLE ONE

The name of the corporation is RECYCLED PRODUCTS CORPORATION OF TEXAS.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted by the board of directors of the corporation on 1st day of June, 1992.

ARTICLE ONE of the Articles of Incorporation is hereby amended so as to read as follows: "The name of the corporation is CENTURY PRODUCTS CORPORATION OF TEXAS."

ARTICLE THREE

None of the shares of the corporation has been issued nor has the Corporation accepted any subscriptions for its shares.

ARTICLE FOUR

The corporation has not commenced business.

TRANS. CODE 42

State of Texas

RETURN CHECK VOUCHER

RECD FOR ACCT
CE

JUL 8 1992

VOUCHER NO.

Secretary of State

Agency Name

R54624

07/07/92

470.00

Date

Voucher Amount

Fund No.	Agency No.	PM	FY	Cost Center No.	Comp Object	REVENUE	COMPTROLLER'S VENDOR IN NO. (For return of Expenditure Refunds Only)	Check Drawn	R	Deposit Voucher No.	Register No.
						Amount					
001	307		92	15778	3720	20.00	1234480	R.A. DEISON	1	091107	652296
001	307		92	15778	3133	450.00	1222392	R.A. DEISON	1	091107	652296

*REASON FOR RETURN:

01 Insufficient funds	05 Evident
02 Account closed	06 Unable
03 Stop payment	07 Uncoll
04 Refer to maker	08 Amount

Prepared by: ALICE CISNEROS

Approved by: *ac*

R. A. DEISON 02-01
ATTORNEY-AT-LAW
 307 N. SAN JACINTO 408-756-1813
 CONROE, TX 77301

PAY
TO THE
ORDER OF

SECRETARY OF STATE

FOUR HUNDRED SEVENTY AND NO/100

NationsBankNationsBank
Conroe, TX 77301

RETURNED NOT PAID 213
 UNABLE TO LOCATE
 ENDORSEMENT
 ACCOUNT CLOSED
 UNCOLLECTED FUNDS

JUN 20 1992

FORM UNAVAILABLE
 RETURNED FOR
 SIGNATURE

652296

0246

36-2/1130
105

6/18/92
 RETURNED NOT PAID 213
 JUN 30 1992
 DOLLARS

PRESENTED TWICE
 [X]

#000246# 113000023# 1850025064# #0000047000#

MA (CNAM)

0 0 1 5 5 0 0 1 5 0

REQUEST FOR MAINTENANCE ON CORPORATE RECORDS

NAME OF CORPORATION CENTURY PRODUCTS CORPORATION OF TEXAS
CHARTER NUMBER AND TYPE 1222392-0 DATE 7-9-92

INSTRUCTIONS:

- ☐ DELETE
- ☒ CHANGE CORP NAME ^{BACK TO:} RECYCLED PRODUCTS CORPORATION
OF TEXAS
- ☐ CHANGE RA TO
- ☐ CHANGE RO TO (show complete address, city & state)
- ☐ CHANGE STOCK TO
- ☐ CHANGE DATE OF INCORPORATION TO
- ☐ CHANGE SURVIVOR TO
- ☐ DEAD DATE TO DEAD CODE TO
- ☒ CHANGE DURATION TO CHANGE STATE TO
- ☐ CHANGE PRIOR NAME RECORD FOR
- ☐ NAME SHOULD BE
- ☐ DEAD DATE SHOULD BE
- ☐ CHANGE
- ☐ ADD
- ☐ OTHER

EXPLAIN REASON FOR MAINTENANCE for CR

PERSON REQUESTING MAINTENANCE ADK DATE COMPLETED

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION

FILED
In the Office of the
Secretary of State of Texas
JUL 31 1992
Corporations Section

Pursuant to the provisions of Art. 4.04 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation which changes the corporate name from RECYCLED PRODUCTS CORPORATION OF TEXAS to RECONVERSION TECHNOLOGIES OF TEXAS, INC.

ARTICLE ONE

The name of the corporation is RECYCLED PRODUCTS CORPORATION OF TEXAS.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted by the board of directors of the corporation on 15th day of July, 1992.

ARTICLE ONE of the Articles of Incorporation is hereby amended so as to read as follows: "The name of the corporation is RECONVERSION TECHNOLOGIES OF TEXAS, INC."

ARTICLE THREE

None of the shares of the corporation has been issued nor has the Corporation accepted any subscriptions for its shares.

ARTICLE FOUR

The corporation has not commenced business.

Dated the 15th day of July, 1992.

Recycled Products Corporation of Texas

By: *R. A. Deison*

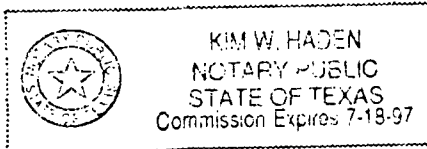
R. A. Deison, its President

THE STATE OF TEXAS {

COUNTY OF MONTGOMERY {

I, the undersigned Notary Public, do hereby certify that on this 15th day of July, 1992, personally appeared before me Mr. R. A. Deison, who declared he is the President of the corporation executing the foregoing document, and being first duly sworn, acknowledge that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.



Kim W. Haden
Notary Public for the State of Texas

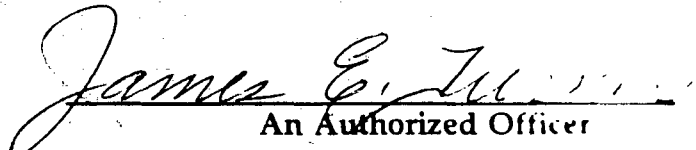
My commission expires on 7-18-97

0 1 1 2 1 1 3 / 3

FILED
In the Office of the
Secretary of State of Texas
JAN 21 1993
Corporations Section

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT OR BOTH BY
A PROFIT CORPORATION**

1. The name of the corporation is Reconversion Technologies of Texas, Inc.
The corporation's charter number is 1222392.
2. The address of the CURRENT registered office as shown in the records of the Texas secretary of state is: (Please provide street address, city, state and zip code. The address must be in Texas).
307 N. San Antonio
Conroe, Texas 77301
3. A. ☒ The address of the NEW registered office is: (Please provide street address, city, state and zip code. The address must be in Texas).
1709 Hwy 36 North
Brenham, Texas 77833
- OR B. ☐ The registered office address will not change.
4. The name of the CURRENT registered agent as shown in the records of the Texas secretary of state is R.A. Deison
5. A. ☒ The name of the NEW registered agent is Betty Rose Turner
- OR B. ☐ The registered agent will not change.
6. Following the changes shown above, the address of the registered office and the address of the office of the registered agent will continue to be identical, as required by law.
7. The changes shown above were authorized by: (check one)
- A. ☒ The board of directors.
B. ☐ An officer of the corporation so authorized by the board of directors.


An Authorized Officer
(President)

(Please refer to the back of this form for additional instructions)

1 1 1 / 2 7 0 2 5 5 5

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT OR BOTH BY
A CORPORATION**

FILED
In the Office of the
Secretary of State of Texas

SEP 27 1993

1. The name of the corporation is Reconversion Technologies of Texas, Inc. **Corporations Section**
The corporation's charter number is 1222392-0.

2. The address of the registered office as **PRESENTLY** shown in the records of the Texas secretary of state is: (Please provide street address, city, state and zip code. The address must be in Texas).

1709 Highway 36 North, Brenham, Texas 77833

3. A. ☒ The address of the NEW registered office is: (Please provide street address, city, state and zip code. The address must be in Texas.)

307 N. San Jacinto, Conroe, Texas 77301

OR B. ☐ The registered office address will not change.

4. The name of the registered agent as **PRESENTLY** shown in the records of the Texas secretary of state is Betty Rose Turner.

5. A. ☒ The name of the NEW registered agent is George Gordon.

OR B. ☐ The registered agent will not change.

6. Following the changes shown above, the address of the registered office and the address of the office of the registered agent will continue to be identical, as required by law.

7. The changes shown above were authorized by:

(Profit corporations may select A or B)
(Non-Profit corporations may select A, B, or C)

A. ☐ The board of directors; OR

B. ☒ An officer of the corporation so authorized by the board of directors; OR

C. ☐ The members of the corporation in whom management of the corporation is vested pursuant to article 2.14C of the Texas Non-Profit Corporation Act.



An Authorized Officer

Please submit this form in duplicate with the appropriate filing fee.
PROFIT corporations: \$15.00; NON-PROFIT corporations: \$5.00

[Order Documents](#)**7. Information America Corporate Records - Detail Record.**Information current through **03-15-2000**.Last updated **03-16-2000**. (Updated on a DAILY basis.)

Updated by SECRETARY OF STATE.

[prev detail](#) | [next detail](#) | [summary](#)☐ - add **THIS** detail to report

Search D&B Business Records Plus for this business

Name: **RECONVERSION TECHNOLOGIES OF TEXAS, INC.**Address: **1709 HIGHWAY 36 NORTH
BRENAHM, TX 77833**Additional Address: **610 ONEOK PLAZA 100 W 5TH (D GORDON)
TULSA, OK 74103**Home Office Address: **1709 HIGHWAY 36 NORTH
BRENAHM, TX 77833**Agent Name, Title: **GEORGE GORDON, Registered**Address: **307 N. SAN JACINTO
CONROE, TX 77301**Name, Title: **RA DEISON, INCORPORATOR**Address: **CONROE TX**Name, Title: **GORDON, G DAVID, PRESIDENT**Address: **610 ONEOK PLAZA 100 WEST 5TH
TULSA, OK 74103-4289**Name, Title: **GORDON, G DAVID, CHIEF EXECUTIVE OFFICER**Address: **610 ONEOK PLAZA 100 WEST 5TH
TULSA, OK 74103-4289**Type: **DOMESTIC PROFIT CORPORATION**Date of Incorporation **02-24-1992**Status: **ACTIVE SINCE 02-24-1992**Good Standing Status: **CORPORATION IS NOT IN GOOD STANDING**Duration: **PERPETUAL**State ID Number: **0122239200**FEIN: **17603730924**Stock Description: **20,000,000 CO@ NPV*5,000,000+**Effective Date: **06-18-1992**Prior Name: **RECYCLED PRODUCTS CORPORATION OF TEXAS**

Effective Date: 07-31-1992

Prior Name: **RECYCLED PRODUCTS CORPORATION OF TEXAS**

Related Business Name: **RECONVERSION TECHNOLOGIES, INC.**

State ID number: 0122239200*

Origin: DE

Owner Type: PARENT

Ownership: 100%

Related Name Business Comments: (* AN ID NUMBER SEARCH SHOULD NOT BE PERFORMED ON THIS NUMBER)

SIC Codes: 9999 P O BOXES

Order Documents

7. Information America **Corporate Records** - Detail Record.

Information current through 03-15-2000.

Last updated 03-16-2000. (Updated on a DAILY basis.)

Updated by SECRETARY OF STATE.

[prev detail](#) | [next detail](#) | [summary](#)

☐ - add **THIS** detail to report

[Order Documents](#)**1. Information America Corporate Records - Detail Record.**Information current through **03-15-2000**.Last updated **03-16-2000**. (Updated on a DAILY basis.)

Updated by SECRETARY OF STATE.

[first detail](#) | [last detail](#) | [summary](#)☐ - add **THIS** detail to report[Search D&B Business Records Plus for this business](#)Name: **THERMASAVE BUILDING SYSTEMS, LLC**Address: **1709 HWY 36 N****BRENHAM, TX 77833**Additional Address: **1709 HIGHWAY 36 N****BRENHAM, TX 77833**Home Office Address: **1709 HWY 36 N****BRENHAM, TX 77833**Agent Name, Title: **ROBERT J. FFRENCH, Registered**Address: **952 ECHO LANE, NO. 422****HOUSTON, TX 77024**Name, Title: **DAVIES, CHRIS, SECRETARY/TREASURER**Address: **8109 COTTONTAIL LANE****BRENHAM, TX 77833**Name, Title: **THOMAS NEGRI, MEMBER/MANAGER**Address: **RT 1 BOX 118****BURNET, TX 78611**Name, Title: **SAITEVSKY, ALEJANDRO, CHIEF EXECUTIVE OFFICER**Address: **49 BRIARY HOLLOW LANE #204****HOUSTON, TX 77027**Status: **OFFICER/DIRECTOR**Type: **DOMESTIC LIMITED LIABILITY COMPANY**Status: **CHARTER FORFEITED--FAILURE TO PAY FRANCHISE TAX SINCE 08-20-1999**Good Standing Status: **NOT AVAILABLE**Duration: **PERPETUAL**State ID Number: **0701590022**

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